

LYNCHBURG CITY COUNCIL

Agenda Item Summary

MEETING DATE: **October 10, 2006**

AGENDA ITEM NO.: 17

CONSENT:

REGULAR: **X**

CLOSED SESSION:

(Confidential)

ACTION: **X**

INFORMATION:

ITEM TITLE: **Regional Airport Authority Enabling Legislation**

RECOMMENDATION: Adopt a resolution in support of proposed legislation that would allow Region 2000 localities to create a regional airport authority to own and operate the Lynchburg Regional Airport.

SUMMARY: For some time an ad hoc group representing the City of Lynchburg and the counties of Amherst, Bedford and Campbell have been working toward the establishment of a regional airport authority to own and operate the Lynchburg Regional Airport. This effort arose out of past interest expressed by previous City Councils, support from the Chamber of Commerce, and the belief that an authority was the best mechanism for the governance of the regional airport and an adjacent commerce park. City Council has been supportive of this exploration. In recent months, the focus of the group has been on drafting legislation that would allow for the creation of a regional airport authority should the local governments decide that to be a prudent step.

Attached is a draft of the proposed resolution. Please note that since this is enabling legislation it does not address a number of specific issues that would have to be resolved in any contract between the localities to form a regional airport authority. As such, the legislation uses general language to allow greater flexibility. Much of the language is similar to that in other legislation previously adopted by the General Assembly to allow for the creation of regional airport authorities in other parts of the state.

PRIOR ACTION(S): Lynchburg 2020 Strategic Plan includes the prioritization of “start” items from a City Council goal setting session on October 15, 1999; the establishment of a Regional Airport Authority was #7 of eight priorities on one list. August 30, 2005—discussed at City Council Retreat. November 22, 2005 work session—staff directed to continue discussions regarding the establishment of a regional airport authority.

FISCAL IMPACT: N/A

CONTACT(S): Kimball Payne, 455-3990; Mark Courtney, 455-6089

ATTACHMENT(S): Resolution; Draft Legislation

REVIEWED BY: lkp

RESOLUTION

BE IT RESOLVED that the Lynchburg City Council hereby expresses its support for the adoption, by the 2007 General Assembly, of legislation enabling area localities to create a regional airport authority to own and operate the Lynchburg Regional Airport should they decide it to be in their mutual best interest, and

BE IT FURTHER RESOLVED That the Lynchburg City Council directs that support for this legislation be included in its legislative agenda, and asks that it be included in the Region 2000 legislative agenda for the 2007 session of the Virginia General Assembly.

Adopted:

Certified:

Clerk of Council

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Virginia's Region 2000 Airport Authority Act

An Act to authorize the City of Lynchburg and the Counties of Amherst, Appomattox, Bedford and Campbell, to create an authority to be known as "Virginia's Region 2000 Airport Authority" for the purpose of establishing, operating and maintaining an airport and air navigation facilities and a business/industrial park and related facilities for such city and counties; to authorize other political subdivisions to join such Authority; and to prescribe the rights, powers, duties and functions of such Authority when so formed and of the political subdivisions for which such Authority is formed.

Approved _____, _____

§ 1. Short title.--This Act shall be known and may be cited as the Virginia's Region 2000 Airport Authority Act.

§ 2. Creation; public purpose.-- If the governing body of the City of Lynchburg, and the governing bodies of one or more of the Counties of Amherst, Appomattox, Bedford and Campbell, by resolution declare that there is a need for an airport authority to be created for the purpose of establishing or operating an airport for such participating political subdivisions, and that they should unite in its formation, an airport authority to be known as Virginia's Region 2000 Airport Authority (the "Authority") shall thereupon exist for such participating city and counties and shall exercise its powers and functions as prescribed herein. The region for which such Authority shall exist shall be coterminous with the boundaries of the participating political subdivisions.

In any suit, action, or proceeding involving the validity or enforcement of or relating to any contract of the Virginia's Region 2000 Airport Authority, such authority shall be conclusively deemed to have been created as a body corporate and to have been established and authorized to transact business and exercise its powers hereunder upon proof of the adoption of a resolution as aforesaid by the governing bodies of such counties and city declaring that there is a need for such authority and that they should unite in its formation. A copy of such resolution duly certified by the clerks of the counties and city by which it is adopted shall be admissible as evidence in any suit, action or proceedings. Any political subdivision of the Commonwealth, all or part of which is located within sixty miles of an Authority facility, is authorized to join such Authority pursuant to the terms and conditions of this Act.

It is hereby declared that the ownership and operation by the Authority of modern and efficient air transportation and related facilities and the exercise of powers conferred by this Act are proper and essential governmental functions and public purposes and matters of public necessity for which public moneys may be spent and private property acquired through the power of eminent domain as hereinafter provided. It is also declared that the promotion and stimulation of industry and trade to induce the location, retention and expansion of manufacturing, industrial, governmental and commercial enterprises and institutions in the Authority's participating political subdivisions, and to vest the Authority with all powers that may be necessary to enable it to accomplish these purposes, are essential governmental functions and public purposes and are for the benefit of the inhabitants of the Commonwealth, either through the increase of their

commerce, or through the promotion of their safety, health, welfare, convenience or prosperity. It is further declared that contract obligations of a city or town to provide payments over a period of more than one year to the Authority shall be excluded from existing indebtedness of such city or town for purposes of calculating debt limit pursuant to Section 10 (a) of Article VII of the Constitution of Virginia. It is further declared that the Authority is a regional entity of government by or on behalf of which debt may be contracted by or on behalf of any county pursuant to Section 10 (b) of Article VII of the Constitution of Virginia.

§ 3. Definitions.--As used in this Act, the following words and terms have the following meanings unless a different meaning clearly appears from the context:

“Act” means this Virginia’s Region 2000 Airport Authority Act.

“Authority” means the Virginia’s Region 2000 Airport Authority created by this Act.

“Board of Directors” means the governing body of the Authority.

“Bonds” means any bonds, notes, debentures, or other evidence of financial indebtedness issued by this Authority pursuant to this Act.

“Commonwealth” means the Commonwealth of Virginia.

“Cost” means the cost of construction; the cost of acquisition of all lands, structures, rights-of-way, franchises, easements and other property rights and interests; the cost of demolishing, removing or relocating any buildings or structures on lands acquired, including the cost of acquiring any lands to which such buildings or structures may be moved or relocated; the cost of all labor, materials, machinery and equipment; financing charges and interest on all bonds prior to and during construction and, if deemed advisable by the Authority, for a period not exceeding one year after completion of such construction; cost of engineering, financial and legal services, plans, specifications, studies, surveys, estimates of cost and of revenues, and other expenses necessary or incident to determining the feasibility or practicability of constructing facilities; administrative expenses, provisions for working capital, reserves for interest and for extensions, enlargements, additions and improvements; and such other expenses as may be necessary or incident to the construction of the facilities, the financing of such construction and the placing of the facilities in operation. Any obligation or expense incurred by the Commonwealth or any agency thereof, with the approval of the Authority, for studies, surveys, borings, preparation of plans and specifications or other work or materials in connection with the construction of the facilities may be regarded as a part of the cost of the facilities and may be reimbursed to the Commonwealth or any agency thereof out of the proceeds of the bonds issued for such facilities as hereinafter authorized.

“Facility” or “Facilities” means any and all airports, terminals, runways, hangars, loading facilities, repair shops, parking areas, facilities for the preparation of in-flight meals, restaurants and accommodations for temporary or overnight use by passengers, and other facilities functionally related to the needs or convenience of passengers, shipping companies and airlines, and any and all industrial and commercial facilities, purchased, constructed or otherwise

acquired or operated by the Authority pursuant to the provisions of this Act. Any facility may consist of or include any or all buildings or other structures, improvements, additions, extensions, replacements, machinery, or equipment, together with appurtenances, lands, rights in land, aviation rights, water rights, franchises, furnishings, landscaping, utilities, approaches, roadways, or other facilities necessary or desirable in connection therewith or incidental thereto.

“Loans” means any loans made by the Authority in furtherance of the purposes of this Act from the proceeds of the issuance and sale of the Authority’s bonds and from any of its revenues or other moneys available to it as provided herein.

“Lynchburg Regional Airport” means the airport facilities located south of the intersection of U.S. Route 460 and U.S. Route 29 in Campbell County, and any other facilities necessary, incidental, or convenient to the operation of such airport facilities.

“Participating political subdivision” or “Participating political subdivisions” means the City of Lynchburg, and any of the Counties of Amherst, Appomattox, Bedford and Campbell which have adopted a resolution consistent with §2 of this Act, and any other political subdivision which may join or has joined the Authority pursuant to § 4 and §5 of this Act.

“Political subdivision” means a county, municipality or other public body of the Commonwealth.

§ 4. Participating political subdivision.--Prior to becoming a participating political subdivision, each political subdivision shall enter into a contract with the Authority and other participating political subdivisions setting forth the participation arrangements to be made by such political subdivision to the Authority.

No pecuniary liability of any kind shall be imposed upon any participating political subdivision because of any act, omission, agreement, contract, tort, malfeasance, misfeasance, or nonfeasance by or on the part of the Authority or any member thereof, or its agents, servants, or employees, except as otherwise provided in this Act with respect to contracts and agreements between the Authority and any other political subdivision.

§ 5. Appointment and tenure of a Board of Directors.--The powers of the Authority shall be vested in the directors thereof in office from time-to-time. The governing body of each participating political subdivision shall appoint the number of directors, as agreed by the participating political subdivisions. The governing body of each political subdivision shall be empowered to remove at any time, without cause, any director appointed by it and appoint a successor director to fill the unexpired portion of the removed director’s term. Each director may be reimbursed by the Authority for the amount of actual expenses incurred by him in the performance of his duties.

§6. Organization.--A majority of the directors in office shall constitute a quorum. No vacancy in the membership of the Authority shall impair the right of a quorum to exercise all the rights and perform all the duties of the Authority.

The Authority shall hold regular meetings at such times and places as may be established by its bylaws. Special meetings of the Authority may be called by any director or the Executive Director upon at least forty-eight hours' written notice to each director served personally or left at his usual place of business or residence.

The Board of Directors shall annually elect a chair and a vice-chair from among its membership, a secretary and a treasurer or a secretary-treasurer from its membership, or not as they deem appropriate, and such other officers as they may deem appropriate. The Board of Directors may appoint an executive director, who shall not be a director, who shall exercise such powers and duties as may be delegated by the Board of Directors, including powers and duties involving the exercise of discretion.

The Board of Directors may make and from time to time amend and repeal bylaws, not inconsistent with this Act, governing the manner in which the Authority's business may be transacted and in which the power granted to it may be enjoyed. The Board of Directors may appoint such committees as the board may deem advisable and fix the duties and responsibilities of such committees.

§ 7. Powers.--The Authority is hereby granted all powers necessary or appropriate to carry out the purposes of this Act, including, for purposes of illustration, the following:

1. To sue and be sued in its own name;
2. To have perpetual succession;
3. To adopt a corporate seal and alter the same at its pleasure;
4. To maintain offices at such places as it may designate in the City of Lynchburg or the County of Campbell;
5. To acquire, establish, construct, enlarge, improve, maintain, equip, operate and regulate any airport, air landing fields, structures, navigation facilities and other property incidental thereto within the territorial limits of the participating political subdivisions subject to the limitation that such power shall be limited to such items as may be necessary for the operation of the Lynchburg Regional Airport;
6. To construct, install, maintain and operate facilities for the servicing and storage of aircraft and for the accommodation of cargo, freight, mail, express, etc., and for the accommodation and comfort of air travelers, and for lease or sale to industrial or commercial users, and to purchase and sell equipment and supplies incidental to the operation of its airport facilities;
7. To grant to others the privilege to operate for profit concessions, leases, and franchises, including but not limited to the sale of airplanes, fuel, parts and equipment, maintenance of aircraft, the accommodation and comfort of persons using its facilities and the providing of ground transportation and parking facilities for such persons, and such concessions, leases and franchises shall be exclusive or limited when deemed by the Authority necessary to further the

public safety, improve the quality of air service, avoid duplication of service or conserve airport property and the airport operation;

8. To determine fees, rates, and charges for the use of its facilities;

9. To apply for and accept gifts, or grants of money or gifts, grants or loans of other property or other financial assistance from the United States of America and agencies and instrumentalities thereof, this Commonwealth and political subdivisions, agencies and instrumentalities thereof, or any other person or entity, for or in aid of the construction, acquisition, ownership, operation, maintenance or repair of the Authority's facilities or for the payment of principal of any indebtedness of the Authority, interest thereon or other cost incident thereto, or in order to make loans in furtherance of the purposes of this Act of such money, contributions, grants, and other financial assistance, and to this end the Authority shall have the power to render such services, comply with such conditions and execute such agreements, and legal instruments, as may be necessary, convenient or desirable or imposed as a condition to such financial aid;

10. To establish, operate and maintain a business/industrial park;

11. To establish, operate and maintain a foreign trade zone and otherwise to expedite and encourage foreign commerce;

12. To appoint, employ or engage such officers, employees, architects, engineers, attorneys, accountants, financial advisors, investment bankers, and other advisors, consultants, and agents as may be necessary or appropriate, and to fix their duties and compensation;

13. To contract with a participating political subdivision for such subdivision to provide legal services, engineering services, depository and investment services contemplated by § 14, accounting services, including the annual independent audit required by § 12, procurement of goods and services, and to act as fiscal agent for the Authority. In the event of a contract for a participating political subdivision to act as fiscal agent, the Authority's employees shall be compensated, shall receive the same benefits, including pensions, and shall be subject to the personnel rules of said subdivision;

14. To establish personnel rules;

15. To own, purchase, lease, obtain options upon, acquire by gift, grant, or bequest or otherwise acquire any property, real or personal, or any interest therein, and in connection therewith to assume or take subject to any indebtedness secured by such property;

16. Subject to the provisions of any deed or deeds from the City of Lynchburg or the County of Campbell to the Authority and any agreement or agreements among or between the Authority and any participating political subdivision, to sell, lease, grant options upon, exchange, transfer, assign, or otherwise dispose of any property, real or personal, or any interest therein, if such disposition is in the public interest and in furtherance of the purposes of this Act or if such property is not necessary for the purposes of the Authority;

17. To make, assume and enter into all contracts, leases, and arrangements necessary or incidental to the exercise of its powers, including contracts for the management or operation of all or any part of its facilities, and to charge and collect rent and other fees and charges under any such lease, contract and other arrangement with respect to such facilities;

18. a. To borrow money, including the issuance of bonds, as hereinafter provided, and to borrow money for the purpose of meeting casual deficits in its revenues;

b. The total indebtedness of the Authority at no time shall exceed the amount of \$5,000,000, in principal, whether by purchase of encumbered property, direct loan, bonded indebtedness, or debt in any other form except as agreed to by each participating political subdivision by resolution of the governing body thereof, in which case the total amount of indebtedness shall be expressed in the resolution of each such governing body.

19. To adopt, amend, and repeal rules and regulations for the use, maintenance, and operation of its facilities and governing the conduct of persons and organizations using its facilities and to enforce such rules and regulations and all other rules, regulations, ordinances, and statutes relating to its facilities, all as hereinafter provided;

20. To pay pensions and establish pension plans, pension trusts, and other compensation plans for any of its employees;

21. To purchase and maintain insurance or to provide indemnification on behalf of any person who is or was a director, officer, employee or agent of the Authority against any liability asserted against him or incurred by him in any such capacity or arising out of his status as such; and,

22. To make loans or grants to any person, partnership, association, corporation, business or governmental entity in furtherance of the purposes of this Act including for the purposes of promoting economic development, provided that such loans or grants shall be made only from revenues of the Authority which have not been pledged or assigned for the payment of any of the Authority's bonds, and to enter into such contracts, instruments, and agreements as may be expedient to provide for such loans and any security therefor. The Authority may forgive loans or other obligations if it is deemed to further economic development. The word "revenues" as used in this subdivision includes contributions, grants and other financial assistance, as set out in subdivision 9 of this § 7.

23. To do all things necessary or convenient to the purposes of this Act. However, the powers of the Authority expressed in this Act shall be limited to those powers necessary for the operation of the Lynchburg Regional Airport and a business/industrial park. To that end, property acquired, owned, or conveyed to the Authority, contracts entered into, financial assistance, indebtedness, rules and regulations adopted by the Authority and any other actions thereof may only pertain to said airport or business/industrial park.

The grant of regulatory authority by this Act, including regulations that displace, eliminate or limit competition by or among persons or entities, is based on the policy of the Commonwealth

to provide for the safe, adequate, economical and efficient provision of air transportation and related facilities and services to the public.

§ 8. Name of airport.--The name of the airport operated by the Authority within the boundaries of Campbell County shall be Lynchburg Regional Airport. The name of the airport may be changed upon approval of the majority of the governing bodies of the participating political subdivisions.

§ 9. Rules and regulations.--The Authority shall have the power to adopt, amend, and repeal rules and regulations for the use, maintenance and operation of its facilities and governing the conduct of persons and organizations using its facilities.

Unless the Authority shall by unanimous vote of the Board of Directors determine that an emergency exists, the Authority shall, prior to the adoption of any rule or regulation or alteration, amendment or modification thereof:

1. Make such rule, regulation, alteration, amendment or modification in convenient form available for public inspection in the office of the Authority for at least ten days; and
2. Post in a public place a notice declaring the Board of Directors' intention to consider adopting such rule, regulation, alteration, amendment or modification and informing the public that the Authority will at a public meeting consider the adoption of such rule or regulation or such alterations, amendment, or modification, on a day and at a time to be specified in the notice, after the expiration of at least ten days from the first day of the posting of the notice thereof. The Authority's rules and regulations shall be available for public inspection in the Authority's principal office.

The Authority's rules and regulations relating to: (i) traffic, including but not limited to motor vehicle moving violations and the location of and payment of public parking; (ii) access to Authority facilities, including but not limited to solicitation, handbilling, and picketing; and (iii) aircraft operation and maintenance shall have the force of law, as shall any other rule or regulation of the Authority which shall contain a determination by the Authority that it is necessary to accord the same force and effect of law in the interest of the public safety. All ordinances, rules and regulations duly adopted for the regulation, administration and operation of Lynchburg Regional Airport, in force at the effective date of this Act shall remain in full force insofar as they or any part thereof are not inconsistent with the provisions of this Act until amended or repealed in accordance with this Act.

§ 10. Police powers.--Authority employees meeting the minimum requirements of the Department of Criminal Justice Services shall be given police power by the circuit court of the political subdivision where the employee will normally be exercising enforcement authority. The authority conferred upon such police officers shall be exercised only upon Authority facilities located within such participating political subdivision, and shall be in all terms consistent with the requirements of Chapter 17 of Title 15.2 of the Code of Virginia.

Such police officers shall have all powers vested in police officers under Chapter 17 of Title 15.2 of the Code of Virginia and shall be responsible upon Authority facilities for enforcing Authority rules and regulations and all other applicable statutes, ordinances, rules, and regulations of the United States of America and agencies and instrumentalities thereof and this Commonwealth and political subdivisions, agencies and instrumentalities thereof.

Such police officers may issue summons to appear, or arrest on view or on information without warrant as permitted by law, and conduct before any court of competent jurisdiction any person violating any rule or regulation of the Authority or other applicable statute, ordinance, rule or regulation.

For the purpose of enforcing such statutes, ordinances, rules and regulations, the court or courts having jurisdiction for the trial of criminal offenses of the participating political subdivision wherein the offense was committed shall have jurisdiction to try a person charged with the violating of any such statutes, ordinances, rules or regulations.

§ 11. Eminent domain.--The Authority is hereby granted full power to exercise the right of eminent domain in the acquisition of any lands, easements, privileges or other property interests which are necessary for purposes related to the operations of Lynchburg Regional Airport, including, where necessary to provide unobstructed air space for the landing and taking off of aircraft utilizing its airport, avigation easements over lands or water outside the boundaries of its airport, even though such avigation easement may be either inconsistent with the continued use of such land for the same purposes for which it had been used prior to such acquisition, or inconsistent with the maintenance, preservation and renewal of any structure or any tree or other vegetation standing or growing on said land at the time of such acquisition. Proceedings for the acquisition of such land, easements and privileges by condemnation may be instituted and conducted in the name of the Authority in accordance with Title 25.1 of the Code of Virginia.

The authorized agents and employees of the Authority may enter upon any lands, waters and premises within the participating political subdivisions for the purpose of making surveys, or obtaining environmental samplings as they may deem necessary for the purposes of this Act, and such entry shall not be deemed a trespass, nor shall an entry for such purpose be deemed an entry under any condemnation proceedings which may be then pending. The Authority shall make reimbursement for any actual damage resulting to such lands, waters and premises as a result of such activities. The Authority shall disclose the results of any such environmental samplings to the property owner if requested.

§ 12. Reports.--The Authority shall keep minutes of its proceedings, which minutes shall be open to public inspection during normal business hours. It shall keep suitable records of all its financial transactions and shall arrange to have the same audited annually by an independent certified public accountant. Copies of each such audit shall be furnished to each participating political subdivision and shall be open to public inspection.

§ 13. Procurement.--All contracts that the Authority may let for construction or materials shall be subject to the Virginia Public Procurement Act (§§ 2.2-4300 et seq.), of the Code of Virginia. This section shall not apply to contracts relating to the construction of facilities by tenants on

land leased from the Authority or to the construction of facilities not owned by the Authority but for which the Authority is providing financial assistance through the issuance of its bonds to finance all or a portion of such construction.

§ 14. Deposit and investment of funds.--Except as provided by contract with a participating political subdivision, all moneys received pursuant to the authority of this Act, whether as proceeds from the sale of bonds or as revenues or otherwise, shall be deemed to be trust funds to be held and applied solely as provided in this Act. All moneys of the Authority shall be deposited as soon as practicable in a separate account or accounts in one or more banks or trust companies organized under the laws of the Commonwealth or national banking associations having offices in the Commonwealth. Such deposits shall be continuously secured in accordance with the Virginia Security for Public Deposits Act.

Funds of the Authority not needed for immediate use or disbursement may, subject to the provisions of any contract between the Authority and the holders of its bonds, be invested in securities which are considered lawful investments for fiduciaries.

§ 15. Authority to issue bonds.--The Authority shall have power and is hereby authorized to issue bonds from time to time in its discretion for any of its purposes, including the payment of all or any part of the cost of any of its facilities and the refunding of any bonds previously issued by it.

The Authority shall not issue bonds unless and until the maximum amount of such issue and the general purposes thereof have been approved by the governing body of each participating political subdivision, with the exception of those as allowed in subdivision 18 of § 7. Subject to the foregoing, bonds may be issued under this Act notwithstanding any debt or other limitation prescribed in any other statute and without obtaining the consent of any city, town, or county government or any Authority, board, bureau, or agency of the Commonwealth or of any of the foregoing, and without any other proceedings or the happening of other conditions or things than those proceedings, conditions or things which are specifically required by this Act.

The Authority may issue such types of bonds as it may determine, specifically bonds payable as to principal and interest: (i) from its revenues generally; (ii) exclusively from the income and revenues of a particular project; or (iii) exclusively from the income and revenues of certain designated projects, whether or not they are financed in whole or in part from the proceeds of such bonds. Subject to the limitations set forth in §7, any such bonds may be additionally secured by a pledge of any grant or contribution from a participating political subdivision, the Commonwealth or any political subdivision, agency or instrumentality thereof, any federal agency or any unit, private corporation, co partnership, association, or individual, as such participating political subdivision, or other entities may be authorized to make under general law or by pledge of any income or revenues of the Authority, or a mortgage of any facilities of the Authority.

Bonds of the Authority shall be authorized by resolution and may be issued in one or more series, may be dated, may mature at such time or times not exceeding forty years from their date or dates, may be subject to redemption or repurchase at such price or prices and under such terms

and conditions, and may contain such other provisions, all as determined by the Authority before their issuance or in such manner as the Authority may provide. The bonds may bear interest at such rate or rates as may be determined by the Authority or in such manner as the Authority may provide, including the determination by reference to indices or formulas or by agents designated by the Authority under guidelines established by it. The Authority shall determine the form of the bonds, including any interest coupons to be attached thereto, and the manner of execution of the bonds, and shall fix the denomination or denominations of the bonds and the place or places of payment of principal and interest, which may be at any bank or trust company within or without the Commonwealth. In case any officer whose signature or a facsimile of whose signature shall appear on any bonds or coupons shall cease to be such officer before delivery of such bonds, such signature or facsimile shall nevertheless be valid and sufficient for all purposes the same as if he had remained in office until such delivery. Notwithstanding any of the other provisions of this Act or any recitals in any bonds issued under the provisions of this Act, all such bonds shall be deemed to be negotiable instruments under the laws of the Commonwealth. The bonds may be issued in coupon or registered form or both, as the Authority may determine, and provision may be made for the registration of any coupon bonds as to principal alone and also as to both principal and interest, and for the conversion and reconversion into coupon bonds of any bonds registered as to both principal and interest and vice versa. The Authority may sell such bonds in such manner, either at public or private sale, and for such price, as it may determine to be for the best interests of the Authority.

Prior to the preparation of definitive bonds, the Authority may, under like restrictions, issue interim receipts or temporary bonds, with or without coupons, exchangeable for definitive bonds when such bonds shall have been executed and are available for delivery.

§ 16. Resolution or trust indenture to secure bonds.--In connection with the issuance of bonds and in order to secure the payment of such bonds, the Authority shall have power:

1. To pledge by resolution, trust indenture, or other agreement, all or any part of its fees, rents, or revenues;
2. To covenant to impose and maintain such schedule of fees, rents and charges as will produce funds sufficient to pay operating costs and debt service;
3. To covenant against pledging all or any part of its fees, rents, and revenues to which its right then exists or the right to which may thereafter come into existence or against permitting or suffering any lien thereon;
4. To provide for the release of fees, rents, and revenues from any pledge and to reserve rights and powers in the fees, rents and revenues which are subject to a pledge;
5. To covenant with respect to limitations on its right to sell, lease or otherwise dispose of any facility or facilities of the Authority or any part thereof or with respect to limitations on its right to undertake additional projects;

6. To covenant as to the bonds to be issued pursuant to any resolution, trust indenture, or other instrument and as to the issuance of such bonds in escrow or otherwise, and as to the use and disposition of the proceeds thereof;
7. To covenant as to what other, or additional, debt may be incurred by it;
8. To provide for the terms, forms, registration, exchange, execution, and authentication of bonds;
9. To provide for the replacement of lost, destroyed, or mutilated bonds;
10. To covenant as to the use of any or all of its property, real or personal, subject to the continued use of such property for airport or business/industrial park purposes;
11. To create or to authorize the creation of special funds in which there may be segregated: (i) the proceeds of any loan or grant; (ii) all of the fees, rents and revenues of any facility or facilities or parts thereof; (iii) any moneys held for the payment of the costs of operation and maintenance of any such facilities or as a reserve for the meeting of contingencies in the operation and maintenance thereof; (iv) any moneys held for the payment of the principal and interest on its bonds or the sums due under its leases or as reserve for such payments; and (v) any moneys held for any other reserve or contingencies; and to covenant as to the use and disposal of the moneys held in such funds;
12. To redeem its bonds, and to covenant for their redemption and to provide the terms and conditions thereof;
13. To covenant against extending the time for the payment of its bonds or interest thereon, directly or indirectly, by any means or in any manner;
14. To prescribe the procedure, if any, by which the terms of any contract with bondholders may be amended or abrogated, the amount of bonds the holders of which must consent thereto and the manner in which such consent may be given;
15. To covenant as to the maintenance of its facilities, the insurance to be carried thereon and the use and disposition of insurance moneys;
16. To vest in a bondholder the right, in the event of the failure of the Authority to observe or perform any covenant on its part to be kept or performed, to cure any such default, and, subject to the limitation on total indebtedness expressed in this Act, to advance any moneys necessary for such purpose, and the moneys so advanced may be made an additional obligation of the Authority with such interest, security and priority as may be provided in any trust indenture, lease or contract of the Authority with reference thereto;
17. To covenant and prescribe as to the events of default and terms and conditions upon which any or all of its bonds shall become or may be declared due before maturity and as to the terms and conditions upon which such declaration and its consequences may be waived;

18. To covenant as to the rights, liabilities, powers, and duties arising upon the breach by it of any covenant, condition or obligation;

19. To covenant to surrender possession of all or any part of any facility or facilities acquired or constructed from bond proceeds, the revenues from which have been pledged upon the happening of any event of default, as defined in the contract, and to vest in a bondholder the right without judicial proceeding to take possession and to use, operate, manage, and control such facility or any part thereof, and to collect and receive all fees, rents, and revenues arising therefrom in the same manner as the Authority itself might do and to dispose of the moneys collected in accordance with the agreement of the Authority with such obligee, subject to the continued use of such facilities for airport purposes;

20. To vest in a trustee or trustees the right to enforce any covenant made to secure, to pay, or in relation to the bonds, to provide for the powers and duties of such trustee or trustees, to limit liabilities thereof and to provide the terms and conditions upon which the trustee or trustees or the bondholders or any proportion of them may enforce any such covenant;

21. To make covenants other than and in addition to the covenants herein expressly authorized, of like or different character;

22. To execute all instruments necessary or convenient in the exercise of the powers herein granted or in the performance of its covenants or duties, which may contain such covenants and provisions, in addition to those above specified, as any purchaser of the bonds of the Authority may reasonably require; and

23. To make such covenants and to do any and all such acts and things as may be necessary or convenient or desirable in order to secure its bonds, or in the absolute discretion of the Authority which tend to make the bonds more marketable; notwithstanding that such covenant, acts or things may not be enumerated herein, it being the intention hereof to give the Authority power to do all things in the issuance of bonds, and in the provisions for their security that are not inconsistent with the Constitution of the Commonwealth or this Act.

24. In connection with, or incidental to, the issuance or carrying of notes or bonds or the acquisition or carrying of any investments, to enter into swap agreements or other contracts or arrangements that the Authority determines to be necessary or appropriate to place obligations or investments of the Authority, as represented by notes, bonds or investments of the Authority, in whole or in part, on the interest rate, currency, cash flow, or other basis desired by the Authority or to hedge payment, currency, rate, spread or other exposure. Such contracts or arrangements may be entered into by the Authority in connection with, or incidental to, entering into or maintaining (i) any agreement that secures notes or bonds of the Authority and is authorized or permitted by law or (ii) any investment, or contract providing for any investment, otherwise authorized or permitted by law.

Such contracts and arrangements may contain such payment, security, default, remedy, and other terms and conditions as determined by the Authority, after giving due consideration, to the

creditworthiness of the counterparty or other obligated party, including any rating by any nationally recognized rating agency, and any other criteria as may be appropriate.

In connection with or incidental to any of these contracts or arrangements, the Authority may enter into credit enhancement or liquidity agreements with such terms and conditions as it shall determine.

§ 17. Fees, rents and charges.--The Authority is hereby authorized to and shall fix, revise, charge, and collect fees, rents and other charges for the use and services of any facilities. Such fees, rents, and other charges shall be so fixed and adjusted as to provide a fund sufficient with other revenues to pay the cost of maintaining, repairing, and operating the facilities and the principal and any interest on its bonds as the same shall become due and payable, including reserves therefor. Such fees, rents, and charges shall not be subject to supervision or regulation by any Authority, board, bureau, or agency of the Commonwealth or any participating political subdivision.

The fees, rents, and other charges received by the Authority, except such part thereof as may be necessary to pay the cost of maintenance, repair, and operation and to provide such reserves therefor as may be provided for in any resolution authorizing the issuance of such bonds or in any trust indenture or agreement securing the same, shall to the extent necessary, be set aside at such regular intervals as may be provided in any such resolution or trust indenture or agreement in a sinking fund or sinking funds pledged to, and charged with, the payment and the interest on such bonds as the same shall become due, and the redemption price or the purchase price of such bonds retired by call or purchase as therein provided. Such pledge shall be valid and binding from the time when the pledge is made. So long as any of its bonds are outstanding, the fees, rents, and charges so pledged and thereafter received by the Authority shall immediately be subject to the lien of such pledge without any physical delivery thereof or further act, and the lien of any such pledge shall be valid and binding as against all parties having claims of any kind in tort, contract, or otherwise against the Authority irrespective of whether such parties have notice thereof. Neither the resolution nor any trust indenture by which a pledge is created need be filed or recorded except in the records of the Authority. The use and disposition of moneys to the credit of any such sinking fund shall be subject to the provisions of the resolution authorizing the issuance of such bonds or of such trust indenture or agreement.

§ 18. Credit of Commonwealth and political subdivisions not pledged.--The bonds of the Authority shall not be a debt of the Commonwealth or any political subdivision thereof, other than the Authority, and neither the Commonwealth nor any political subdivision thereof, other than the Authority, shall be liable thereon, nor shall such bonds be payable out of any funds or properties other than those of the Authority. All bonds of the Authority shall contain on the face thereof a statement to such effect. The bonds shall not constitute indebtedness within the meaning of any debt limitation or restriction.

§ 19. Directors and persons executing bonds not liable thereon.--Neither the Board of Directors nor any person executing the bonds shall be liable personally on the Authority's bonds by reasons of the issuance thereof.

§ 20. Remedies of bondholder.--Any holder of bonds issued under the provisions of this Act or of any of the coupons appertaining thereto, and the trustee under any trust indenture or agreement, may, either at law or in equity, by suit, action, injunction, mandamus or other proceedings, protect and enforce any and all rights under the laws of the Commonwealth or granted by this Act or under such trust indenture agreement or the resolution authorizing the issuance of such bonds and may enforce and compel the performance of all duties required by this Act or by such trust indenture or agreement or resolution to be performed by the Authority or by any officer or agent thereof, including the fixing, charging and collection of fees, rents and other charges.

Any resolution authorizing the issuance of the Authority's bonds or trust indenture or agreement securing the same may limit or abrogate the individual right of action by the holders of such bonds or coupons appertaining thereto.

§ 21. Taxation.--The exercise of the powers granted by this Act shall in all respects be presumed to be for the benefit of the inhabitants of the Commonwealth, for the increase of their commerce, and for the promotion of their health, safety, welfare, convenience and prosperity, and as the operation and maintenance of any project which the Authority is authorized to undertake will constitute the performance of an essential governmental function, the Authority shall not be required to pay any taxes or assessments upon any facilities acquired and constructed by it under the provisions of this Act and the bonds issued under the provisions of this Act, their transfer and the income therefrom including any profit made on the sale thereof, shall at all times be free and exempt from taxation by the Commonwealth and by any political subdivision thereof. Persons, firms, partnerships, associations, corporations and organizations leasing property of the Authority or doing business on property of the Authority shall be subject to and liable for payment of all applicable taxes of the political subdivision in which such leased property lies or in which business is conducted, including, but not limited to, any leasehold tax on real property and taxes on tangible personal property and machinery and tools, taxes for admission, taxes on hotel and motel rooms, taxes on the sale of tobacco products, taxes on the sale of meals and beverages, privilege taxes and local general retail sales and use taxes, taxes to be paid on licenses in respect to any business, profession, vocation or calling and taxes upon consumers of gas, electricity, telephone and other public utility services.

§ 22. Bonds as legal investments.--Bonds issued by the Authority under the provisions of this Act are hereby made securities in which all public officers and public bodies of the Commonwealth and its political subdivisions, all insurance companies, trust companies, banking associations, investment companies, executors, administrators, trustees, and other fiduciaries may properly and legally invest funds, including capital in their control or belonging to them. Such bonds are hereby made securities which may properly and legally be deposited with and received by any state or municipal officer or any agency or political subdivision of the Commonwealth for any purpose for which the deposit of bonds or obligations is now or may hereafter be authorized by law.

§ 23. Appropriation by political subdivision.--Any participating political subdivision, or other political subdivision of the Commonwealth all or a part of which is located within sixty miles of an Authority facility, is authorized to provide services, to donate real or personal property and to

make appropriations to the Authority for the acquisition, construction, maintenance, and operation of the Authority's facilities. Any such political subdivision is hereby authorized to issue its bonds, including general obligation bonds, in the manner provided in the Public Finance Act or in any applicable municipal charter for the purpose of providing funds to be appropriated to the Authority, and such political subdivisions may enter into contracts obligating such bond proceeds to the Authority.

The Authority may agree to assume, or reimburse a participating political subdivision for any indebtedness incurred by such participating political subdivision with respect to facilities conveyed by it to the Authority. With the consent of the governing body of the participating political subdivision, any such agreement may be made subordinate to the Authority's indebtedness to others.

§ 24. Fiscal Year; Authority Budget.

- A. The fiscal year of the Authority budget shall begin on July 1 and end on June 30.
- B. The Authority shall annually prepare its budget as agreed to by the participating jurisdictions.

§ 25. Contracts with political subdivisions.--The Authority is authorized to enter into contracts with any one or more political subdivisions, which contracts may restrict the powers of the Authority otherwise granted by this Act. Any participating political subdivision, or other political subdivision of the Commonwealth all or part of which is located within sixty miles of an Authority facility, is authorized to enter into contracts with the Authority, pursuant to which the Authority undertakes to provide the facilities and render the services specified therein. Any such contract or agreement may provide that the political subdivision will make payments to the Authority based on the services rendered by the Authority to the residents of such political subdivision, determined in such reasonable manner as the Authority and the political subdivision may mutually agree. Each political subdivision entering into such a service contract with the Authority is authorized to do everything necessary or proper to carry out and perform such contract and to provide for the payment or discharge of any obligation thereunder by the same means and in the same manner as any other of its obligations.

§26. Withdrawal of Participating Jurisdiction – Whenever it shall appear beneficial to the Authority a participating jurisdiction may request to withdraw from the Authority subject to approval of the remaining political jurisdictions by resolution of the governing bodies. In the event a jurisdiction withdraws from the authority that jurisdiction shall be responsible for any outstanding obligations previously agreed to and shall not be entitled to any benefit of the assets of the Authority.

§ 27. Dissolution of Authority.--Whenever it shall appear to the Authority, or a majority of participating political subdivisions, that the need for the Authority no longer exists, the Authority, or in the proper case, any such subdivision may petition the Circuit Court of Campbell County for the dissolution of the Authority and provide a plan for distribution of assets to the participating jurisdictions.. If the court shall determine that the need for the Authority as set forth

in this Act no longer exists and that all debts and pecuniary obligations of the Authority have been fully paid or provided for, it may enter an order dissolving the Authority.

Upon dissolution, the court shall order any real property contributed to the Authority by a participating political subdivision, together with any improvements thereon, returned to such participating political subdivisions as set forth in the dissolution plan or as determined by the court if no plan exists. In the event no plan exists the remaining assets of the Authority shall be distributed to the participating political subdivisions in proportion to their respective contributions theretofore made to the Authority.

Each participating political subdivision and all holders of the Authority's bonds shall be made parties to any such proceeding and shall be given notice as provided by law. Any party defendant may reply to such petition at any time within six months after the filing of the petition. From the final judgment of the court, an appeal shall lie to the Supreme Court of Virginia.)

§ 28. Agreement with Commonwealth and participating political subdivisions.--The Commonwealth and, by participating in the Authority, each participating political subdivision pledge to and agree with the holders of any bonds issued by the Authority that neither the Commonwealth nor any participating political subdivision will limit or alter the rights hereunder vested in the Authority to fulfill the terms of any agreements made with said holders or in any way impair the rights and remedies of said holders until such bonds are fully met and discharged. The Authority is authorized to include this pledge and agreement in any contract with the holders of the Authority's bonds.

§ 29. Liberal construction.--Neither this Act nor anything herein contained is or shall be construed as a restriction or limitation upon any powers which the Authority might otherwise have under any laws of this Commonwealth, and this Act is cumulative to any such powers. This Act does and shall be construed to provide a complete, additional and alternative method for the doing of the things authorized hereby and shall be regarded as supplemental and additional to powers conferred by other laws. However, the issuance of bonds under the provisions of this Act need not comply with the requirements of any other law applicable to the issuance of bonds, notes or other obligations. No proceedings, notice or approval shall be required for the issuance of any bonds or any instrument as security therefor, except as is expressly provided in this Act. The provisions of this Act are severable, and if any of its provisions shall be held unconstitutional by any court of competent jurisdiction, the decision of such court shall not affect or impair any of the other provisions of this Act.

§ 30. Application of local ordinances, service charges and taxes upon leaseholds.--Nothing herein contained shall be construed to exempt the Authority's property from any applicable zoning, subdivision, erosion and sediment control and fire prevention codes or from building regulations of a political subdivision in which such property is located. Nor shall anything herein contained exempt the property of the Authority from any service charge authorized by the General Assembly pursuant to Article X, Section 6 (g) of the Constitution of Virginia, or exempt any lessee of any of the Authority's property from any tax imposed upon his leasehold interest in such property or upon the receipts derived therefrom.

§ 31. Existing contracts, leases, franchises, etc., not impaired.--No provisions of this Act shall relieve, impair or affect any right, duty, liability or obligation arising out of any contract, concession, lease or franchise now in existence except to the extent that such contract, concession, lease or franchise may permit. Notwithstanding the foregoing provisions of this section, the Authority may renegotiate, renew, extend the term of or otherwise modify at any time any contract, concession, lease or franchise now in existence in such manner and on such terms and conditions as it may deem appropriate, provided that the operator of or under any said contract, concession, lease or franchise consents to said renegotiation, renewal, extension or modification.